

Exhibit A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
Old Carco LLC)	
(f/k/a Chrysler LLC), <i>et al.</i> ,)	Case No. 09-50002 (SMB)
)	
Debtors.)	(Jointly Administered)

**ORDER, PURSUANT TO SECTION 350 OF THE BANKRUPTCY CODE,
BANKRUPTCY RULE 5010 AND LOCAL BANKRUPTCY RULE 5010-1, REOPENING
THE CHAPTER 11 CASE OF OLD CARCO LLC FOR THE LIMITED PURPOSES OF
(I) CONSIDERING FCA US LLC’S MOTION TO ENFORCE THE SALE ORDER AND
(II) ADJUDICATING THE TRANSFERRED LITIGATION**

Upon the *Motion of FCA US LLC, Pursuant to Section 350 of the Bankruptcy Code, Bankruptcy Rule 5010 and Local Bankruptcy Rule 5010-1, to Reopen the Chapter 11 Case of Old Carco LLC for Limited Purposes of (I) Considering FCA US LLC’s Motion to Enforce the Sale Order and (II) Adjudicating the Transferred Litigation* (the “Motion”)¹; this Court having jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334; and this Court having retained jurisdiction to consider the Motion pursuant to paragraphs 43 and 59 of the Sale Order, Article VIII of the Plan and paragraph 9 of the Final Decree; and venue of these chapter 11 cases and the Motion in this district being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that proper and adequate notice of the Motion and the relief requested therein has been provided; and any objections to the Motion having been withdrawn or overruled on the merits; and the Court having reviewed the Motion; and this Court having determined that cause exists to reopen the

¹ Capitalized terms not otherwise defined herein are to be given the meanings ascribed to them in the Motion.

chapter 11 case of Old Carco for the limited purposes set forth in the Motion; and after due deliberation thereon; and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The chapter 11 case of Old Carco, Case No. 09-50002, is hereby reopened, pursuant to section 350(b) of the Bankruptcy Code, Bankruptcy Rule 5010 and Local Bankruptcy Rule 5010-1, solely to permit (A) consideration of *FCA US LLC's Motion to Enforce the Court's Order (I) Authorizing the Sale of Substantially All of the Debtors' Assets Free and Clear of All Liens, Claims, Interests and Encumbrances, (II) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith and Related Procedures and (III) Granting Related Relief*, filed on March 12, 2018 ("Motion to Enforce the Sale Order"); and (B) adjudication of *Bennett v. FCA US LLC*, Adv. Pro. No. 18-01035 (SMB) (the "Transferred Litigation").
3. The Debtors' chapter 11 cases otherwise shall remain closed in all respects except as modified by other orders of this Court.
4. Entry of this Order shall be without prejudice to, and shall not operate as a waiver of, the rights of any party with respect to the Motion to Enforce the Sale Order or the Transferred Litigation.
5. The requirements set forth in Local Rule 9013-1(b) are satisfied.

6. This Court retains jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2018
New York, New York

Stuart M. Bernstein
United States Bankruptcy Judge